

Court File No. 07-CL-7283

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR.  
JUSTICE MORAWETZ

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TUESDAY, THE 13<sup>TH</sup>  
DAY OF JANUARY, 2009

**IN THE MATTER OF AN APPLICATION BY WASANDA ENTERPRISES INC.  
UNDER THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C.  
1985, c. C-36, AS AMENDED AND BUSINESS CORPORATIONS ACT,  
R.S.O. 1990, c.B-16, AS AMENDED**

**AND IN THE MATTER OF A PLAN OR PLANS OF COMPROMISE  
OR ARRANGEMENT TO BE PROPOSED IN RESPECT OF  
D'ANGELO BRANDS LTD. AND 1540633 ONTARIO INC.,  
O/A AS STEELBACK BREWERIES**

Applicants


**ORDER  
(Amend Plan Sanction Order Dated November 28, 2008)**

**THIS MOTION**, made by Wasanda Enterprises Inc. ("Wasanda"), for an Order amending the Order of the Honourable Mr. Justice Morawetz dated November 28, 2008 (the "Plan Sanction Order"), in order to correct a clerical error arising from an accidental slip or omission, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion, and on hearing the submissions of counsel for Wasanda,

1. **THIS COURT ORDERS** that service of the Notice of Motion is hereby dispensed with and the Motion is properly returnable today.

2. **THIS COURT ORDERS** that the Plan Sanction Order be and is hereby amended by adding to Schedule "B" thereof, page number 1C in the form attached hereto.



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ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

JAN 13 2009

PER / PAR: TV

(iii) Redemption by Corporation

Subject to the provisions of Act, the Corporation may, without the consent of the holders of the Special Shares, redeem at any time and from time to time the whole or any part of the then outstanding Special Shares on payment of the fair market value of the Special Shares as of the date of the reclassification of the prior issued and outstanding common shares into the Special Shares as determined by the Directors, such amount being herein referred to as the "**Special Share Redemption Amount**".

In the case of redemption of Special Shares under the provisions of 2 (iii) hereof, the Corporation shall at least 15 days before the date specified for redemption mail to each person who at the date of mailing is a holder of Special Shares to be redeemed a notice in writing of the intention of the Corporation to redeem such Special Shares. Such notice shall be mailed by letter, postage prepaid, addressed to each such holder at his address as it appears on the records of the Corporation or in the event of the address of any such holder not so appearing then to the last known address of such holder; provided, however, that accidental failure to give any such notice to one or more of such holders shall not affect the validity of such redemption. Such notice shall set out the Special Share Redemption Amount and the date on which redemption is to take place and if part only of the shares held by the person to whom it is addressed is to be redeemed the number thereof so to be redeemed. On or after the date so specified for redemption, the Corporation shall pay or cause to be paid to or to the order of the holders of the Special Shares to be redeemed the Special Share Redemption Amount thereof on presentation and surrender at the registered office of the Corporation or any other place designated in such notice of the certificates representing the Special Shares called for redemption. Such payment shall be made by cheque payable at par at any branch of the Corporation's bankers in Canada. If a part only of the shares represented by any certificate be redeemed a new certificate for the balance shall be issued at the expense of the Corporation. From and after the date specified for redemption in any such notice the holders of the Special Shares called for redemption shall not be entitled to exercise any of the rights of holders of Special Shares in respect thereof unless payment of the Special Share Redemption Amount is not made upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of the holders of the said Special Shares shall remain unaffected. The Corporation shall have the right at any time after the mailing of notice of its intention to redeem any Special Shares to deposit the Special Share Redemption Amount of the shares so called for redemption or of such of the said shares represented by certificates as have not at the date of such deposit been surrendered by the holders thereof in connection with such redemption to a special account in any chartered bank or in any trust company in Canada, named in such notice, to be paid without interest to or to the order of the respective holders of such Special Shares called for redemption upon presentation and surrender to such bank or trust company of the certificates representing the same, and upon such deposit being made or upon the date specified for redemption in such notice, whichever is the later, the Special Shares in respect whereof such deposit shall have been made shall be redeemed and the rights of the holders thereof after such deposit or such redemption date, as the case may be, shall be limited to receiving without interest their proportionate part of the total Special Share Redemption Amount so deposited against presentation and surrender of the said certificates held by them respectively and any interest allowed on such deposit shall belong to the Corporation.

**IN THE MATTER OF AN APPLICATION BY WASANDA ENTERPRISES INC. UNDER THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED AND BUSINESS CORPORATIONS ACT, R.S.O. 1990, c.B-16, AS AMENDED**

**AND IN THE MATTER OF A PLAN OR PLANS OF COMPROMISE OR ARRANGEMENT TO BE PROPOSED IN RESPECT OF D'ANGELO BRANDS LTD. AND 1540633 ONTARIO INC., O/A STEELBACK BREWERIES**

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PROCEEDING COMMENCED AT TORONTO

**ORDER**  
**(Amend Plan Sanction Order**  
**Dated November 28, 2008)**

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